

RESOLUTION NO. 28501 FILED

JAN 12 '10 -8 00 AM

SURFACE TRANSPORTATION BOARD

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URBAN A. LESTER

January 12, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Contract C-7228 Rider 5

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee: KaMin LLC
822 Huber Drive
Macon, GA 312171]

Section Chief
January 12, 2010
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A description of the railroad equipment covered by the enclosed document is:

39 railcars within the series SHPX 300001 - SHPX 300102 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized, cursive flourish.

Robert W. Alvord

RWA/sem
Enclosures

JAN 12 '10 -8 00 AM

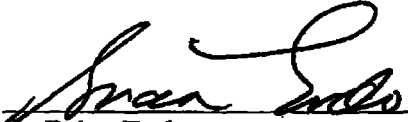
MEMORANDUM OF LEASE**SURFACE TRANSPORTATION BOARD**

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC and Shippers Third LLC, all with respect to KaMin LLC, a Delaware Limited Liability Company ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract as identified on Schedule A (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX and/or ACFX.

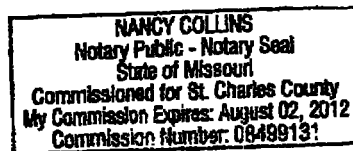
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.


AMERICAN RAILCAR LEASING LLC

By: 
Name: Brian Evdo
Title: VP – Business Development

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 21st day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.




Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

KaMin LLC

Contract C-7228 rider 5 dated 10/23/08

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	300001
	Tank	SHPX	300003
	Tank	SHPX	300004
	Tank	SHPX	300006
	Tank	SHPX	300009
	Tank	SHPX	300013
	Tank	SHPX	300020
	Tank	SHPX	300023
	Tank	SHPX	300025
	Tank	SHPX	300029
	Tank	SHPX	300030
	Tank	SHPX	300031
	Tank	SHPX	300034
	Tank	SHPX	300037
	Tank	SHPX	300045
	Tank	SHPX	300047
	Tank	SHPX	300048
	Tank	SHPX	300049
	Tank	SHPX	300050
	Tank	SHPX	300051
	Tank	SHPX	300054
	Tank	SHPX	300057
	Tank	SHPX	300061
	Tank	SHPX	300068
	Tank	SHPX	300070
	Tank	SHPX	300072
	Tank	SHPX	300073
	Tank	SHPX	300074
	Tank	SHPX	300077
	Tank	SHPX	300078
	Tank	SHPX	300079
	Tank	SHPX	300083
	Tank	SHPX	300086
	Tank	SHPX	300088

Schedule A

Equipment

KaMin LLC

Contract C-7228 rider 5

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	300090
	Tank	SHPX	300093
	Tank	SHPX	300097
	Tank	SHPX	300098
	Tank	SHPX	300102

39

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

1/12/2010



Robert W. Alvord